

FEB 10 1964

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# TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 156.  
FILED, DECEMBER 30th, 1963.

KIRKLAND TOWNSITE GOLD MINES LIMITED

Full corporate name of Company

## AMENDING FILING STATEMENT

To be read in conjunction with Filing Statement No. 907 dated April 17, 1963  
and Amending Filing Statement No. 128 dated September 9, 1963.

Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	<p>a. The principal shareholders of the Company, Messrs.D.O. Johnson and Hugh G.Morris have entered into an agreement, which, if fully carried out, will result in a change of control of the Company. (see item 20)</p> <p>b. Change in the Company's investments as set out in item 17 hereof.</p>																		
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<table><tr><td>President and Director</td><td>D.O.Johnson, 55 Dufferin Avenue, Brantford, Ontario.</td></tr><tr><td>Secretary and Director</td><td>Hugh G.Morris, 23 Aldbury Gardens, Toronto, Ontario. Barrister.</td></tr><tr><td>Director</td><td>Charles Barker, 122 Chudleigh Avenue, Toronto, Ontario. Barrister.</td></tr><tr><td>Director</td><td>Thomas J.Carbone, Box 485, Brantford, Ontario, Construction Executive.</td></tr><tr><td>Director</td><td>Earl Noulty, Box 485, Brantford, Ontario. Construction Executive.</td></tr></table> <p>If the terms of the agreement shown in item 20 hereof are fully carried out, Mr.D.O.Johnson, President and Chief Executive Officer of the Company will remain an officer and Director of the Company. Messrs.Morris, Barker and Noulty and Carbone will resign and will be replaced by the following:</p> <table><tr><td>Director and Secretary</td><td>J.S.Williams,Q.C., 74 Inglewood Drive, Toronto 7, Queen's Counsel</td></tr><tr><td>Director</td><td>J.K.Plumbtree, 12 Burleigh Heights Drive, Willowdale. Executive.</td></tr><tr><td>Director</td><td>Samuel Powell, 111 Denison Avenue, Toronto. Salesman.</td></tr><tr><td>Director</td><td>J.J.Babson, 39 Kirkbradden Road West, Toronto. Sales Engineer.</td></tr></table>	President and Director	D.O.Johnson, 55 Dufferin Avenue, Brantford, Ontario.	Secretary and Director	Hugh G.Morris, 23 Aldbury Gardens, Toronto, Ontario. Barrister.	Director	Charles Barker, 122 Chudleigh Avenue, Toronto, Ontario. Barrister.	Director	Thomas J.Carbone, Box 485, Brantford, Ontario, Construction Executive.	Director	Earl Noulty, Box 485, Brantford, Ontario. Construction Executive.	Director and Secretary	J.S.Williams,Q.C., 74 Inglewood Drive, Toronto 7, Queen's Counsel	Director	J.K.Plumbtree, 12 Burleigh Heights Drive, Willowdale. Executive.	Director	Samuel Powell, 111 Denison Avenue, Toronto. Salesman.	Director	J.J.Babson, 39 Kirkbradden Road West, Toronto. Sales Engineer.
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Director	J.J.Babson, 39 Kirkbradden Road West, Toronto. Sales Engineer.																		
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>Since the Company ceased work on the Gilgreer property leased from Agnico Mines Limited, it has been actively investigating mining situations with a view to carrying out further exploration activities.</p>																		
10. Brief statement of company's chief development work during past year.	<p>Reference is made to the previous filing statement and amending filing statement of the Company. The Company's exploration activities on the Gilgreer property did not meet with success and no work has been carried out on the Gilgreer property since August, 1963.</p>																		
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<p>The names, addresses and shareholdings of the five largest registered shareholders are as follows:</p> <table><tr><td>Torbay - c/o Toronto Dominion Bank King &amp; Bay Street, Toronto</td><td>1,145,250</td></tr><tr><td>D.O.Johnson - Box 485, Brantford, Ontario.</td><td>63,200</td></tr><tr><td>H.G.Morris - 23 Aldbury Gardens, Toronto</td><td>39,550</td></tr><tr><td>Bongard &amp; Co. - 25 Adelaide Street W., Toronto</td><td>67,100</td></tr><tr><td>E.T.Lynch &amp; Co. - 55 Yonge Street, Toronto.</td><td>165,000</td></tr></table> <p>The shares registered in the name of Torbay are beneficially owned by Messrs.D.O.Johnson and H.G.Morris equally. The shares registered in the names of the said D.O.Johnson and H.G.Morris are beneficially owned by them. The Company does not know the beneficial owners of the shares registered in the names of Bongard &amp; Co. and E.T.Lynch &amp; Co.</p>	Torbay - c/o Toronto Dominion Bank King & Bay Street, Toronto	1,145,250	D.O.Johnson - Box 485, Brantford, Ontario.	63,200	H.G.Morris - 23 Aldbury Gardens, Toronto	39,550	Bongard & Co. - 25 Adelaide Street W., Toronto	67,100	E.T.Lynch & Co. - 55 Yonge Street, Toronto.	165,000								
Torbay - c/o Toronto Dominion Bank King & Bay Street, Toronto	1,145,250																		
D.O.Johnson - Box 485, Brantford, Ontario.	63,200																		
H.G.Morris - 23 Aldbury Gardens, Toronto	39,550																		
Bongard & Co. - 25 Adelaide Street W., Toronto	67,100																		
E.T.Lynch & Co. - 55 Yonge Street, Toronto.	165,000																		



# FINANCIAL STATEMENTS

## KIRKLAND-TOWNSITE GOLD MINES LIMITED

(No Personal Liability)

### INTERIM BALANCE SHEET

AS AT 7th NOVEMBER, 1963

#### ASSETS

##### CURRENT

Cash in banks			\$	477.81	
Investments in marketable securities					
	Market	Cost			
Mines	\$ 97,337.50	\$ 37,088.13			
Industrial	163,200.00	106,288.39			
	\$ 260,537.50	143,376.52		143,376.52	143,854.33

##### INTERESTS IN MINING PROPERTIES

Residual cost of Kirkland Lake property	\$ 973,134.16	
Cost of leases and options	18,000.00	
Exploration and development	116,482.48	1,107,616.64

\$ 1,251,470.97

#### LIABILITIES

##### CURRENT

Accounts payable	\$ 18,482.03
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#### SHAREHOLDERS' EQUITY

##### CAPITAL

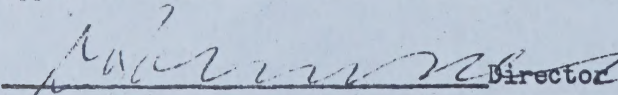
Authorized		
3,000,000 shares with a par value of \$1.00 each		
Issued		
2,985,006 shares	\$ 2,985,006.00	
Less: Discount on shares	1,613,128.00	1,371,878.00

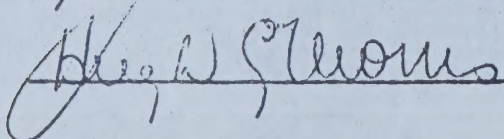
##### DEFICIT

Balance 1st May, 1963	\$ 172,290.17	
Deduct: Net income for the period		
1st May, 1963 to 7th November		
1963	33,401.11	138,889.06
		1,232,988.94

\$ 1,251,470.97

Approved on behalf of the Board:

 Director

 Director

KIRKLAND-TOLANSITE GOLD MINES LIMITED  
INTERIM STATEMENT OF OPERATIONS  
FOR THE PERIOD 1st MAY, 1963 to 7th NOVEMBER, 1963

INCOME FROM MARKETABLE SECURITIES

Dividends		
Mines	\$ 3,457.21	
Industrials	<u>1,975.00</u>	5,432.21

GENERAL DISBURSEMENTS

Head Office - salary, rent, telephone, supplies, etc.	4,850.50	
Audit, reports, printing, etc.	2,189.25	
Directors fees	400.00	
Transfer fees	490.02	
Travelling expenses	1,955.77	
Government fees, etc.	553.45	
Professional fees	<u>2,693.33</u>	13,132.32

Loss for the period before the following 7,700.11

Profit from sale of marketable securities 41,101.22

Net income for the period \$ 33,401.11

Approved on behalf of the Board:

*L. J. Lawrence* Director  
*Hugh Gleason* Director



KIRKLAND-TOWNSITE GOLD MINES LIMITED  
INVESTMENTS IN MARKETABLE SECURITIES  
AS AT 7th NOVEMBER, 1963

	<u>Shares</u> <u>Held</u>	<u>Price</u>	<u>Market</u> <u>Value</u>	<u>Cost</u>	<u>Income</u> <u>for</u> <u>Period</u>
<u>Mines</u>					
Consolidated Mining & Smelting Co. of Canada Ltd.	1,000	29 5/8	\$ 29,625.00	6,990.00	900.00
Dome Mines Ltd.	900	27 3/4	24,950.00	16,294.75	991.59
Falconbridge Nickel Mines Ltd.	300	54 3/4	16,425.00	6,266.75	550.00
Noranda Mines Ltd.	700	37 5/8	26,337.50	7,536.63	660.00
<u>Total Mines</u>			\$ 97,337.50	37,088.13	3,101.59
<u>Industrials</u>					
Dominion Foundries and Steel Limited	2,400	68	\$163,200.00	106,288.39	1,920.00
			\$260,537.50	143,376.52	5,021.59
 <u>Add: Dividends received from investments</u> <u>sold during the period</u>					
Hudson Bay Mining & Smelting Co. Ltd.					150.00
International Nickel Co. of Canada Ltd.					205.62
Massey-Ferguson Limited					55.00
					<u>\$ 5,432.21</u>

Approved on behalf of the Board:

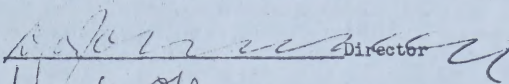
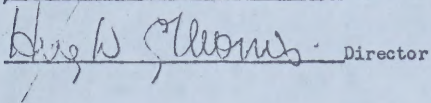
*[Signature]* Director

*[Signature]* Director

KIRKLAND-TOWNSITE GOLD MINES LIMITED  
INTERIM STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE PERIOD 1st MAY, 1963 to 7th NOVEMBER, 1963

	7th November <u>1963</u>	1st May <u>1963</u>
<u>CURRENT ASSETS</u>		
Cash in banks	\$ 477.81	\$ 5,467.43
Accounts receivable		5,000.00
Marketable securities at cost	<u>143,376.52</u>	<u>199,470.01</u>
	143,854.33	209,937.44
<u>CURRENT LIABILITIES</u>	<u>18,482.03</u>	<u>3,044.01</u>
	125,372.30	206,893.43
<u>WORKING CAPITAL</u>	<u>\$125,372.30</u>	<u>206,893.43</u>
<u>DECREASE FOR THE PERIOD</u>		81,521.13
<u>MADE UP AS FOLLOWS</u>		
Funds disbursed		
Leases and options	\$ 7,000.00	
Exploration and development	<u>112,295.69</u>	119,295.69
Less: Funds acquired		
Net Income for the period	\$ 33,401.11	
Sale of Kirkland Lake property	<u>4,373.45</u>	<u>37,774.56</u>
		<u>81,521.13</u>

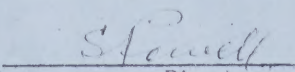
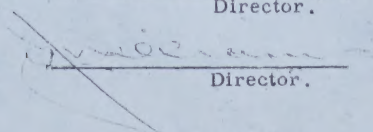
Approved on behalf of the Board:

  
 Director  
  
 Director

KIRKLAND TOWNSITE GOLD MINES LIMITED  
STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
November 7, 1963 to January 2, 1964

Cash in Bank - November 7, 1963	\$ 477.81
<u>Funds Received</u>	
Sale of Investments	\$251,001.07
Dividends Received	<u>1,460.00</u>
	252,461.07
	\$252,938.88
<u>Funds Disbursed</u>	
Head office expenses	488.90
Printing Annual Report	789.91
Lease payments - (Under Agreement)	2,000.00
Professional services	977.21
Property Development expenses	<u>946.43</u>
	5,162.45
Cash and Deposit Certificated - January 2, 1964	<u>\$247,776.43</u>

KIRKLAND TOWNSITE GOLD MINES LIMITED

  
 Director  
  
 Director



16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	D.O.Johnson and Hugh G.Morris, officers and directors of the Company hold or control sufficient shares to materially affect control of the Company. However, see item 20 hereof for the effect of a proposed change of control of the Company.		
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<u>Securities</u>	<u>Cost</u>	<u>Market</u>
	2,000 Dominion Foundries and Steel Limited	\$88,572.39	\$128,000.00
		\$ 88,572.39	\$128,000.00'
	The Company has sold the following securities since the date of its last filing statement:		
	400 shares - Dominion Foundries Steel	\$ 25,831.57	
	100 shares - Falconbridge Nickel Mines	5,657.00	
	1,000 shares - Consolidated Mining & Smelting	29,305.00	
	700 shares - Noranda Mines Limited	26,878.50	
	900 shares - Dome Mines Limited	24,015.00	
		<u>\$111,687.07</u>	
	The proceeds of the foregoing sales are on deposit with The Toronto Dominion Bank, Head office Branch, Toronto.		
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>The Company continues to negotiate and investigate mining situations and prior to entering into any contracts will advise the Toronto Stock Exchange and if necessary, file an amendment to the present statement.</p> <p>Reference is made to Filing Statement No.907, as amended by Filing Statements Nos.128 and 152 and to the company's annual report, all as filed with the Toronto Stock Exchange and all of which are hereby incorporated by reference.</p> <p>The principal shareholders of the Company, Messrs.D.O. Johnson and Hugh G.Morris have entered into an agreement dated December 24th, 1963, with Realm Investments Limited which provides for the sale of 1,150,000 shares in the capital stock of the Company to Realm Investments Limited for a total consideration of \$214,000.00 forthwith upon approval of the Toronto Stock Exchange of an Amending Filing Statement. Messrs.Johnson and Morris have also granted an option on 83,000 shares of the Company to Realm Investments Limited at a price of 19¢ per share, said option to be for a period of six months from December 23rd, 1963, provided that in the event of the issuance of treasury shares of the Company by the Purchaser, the foregoing option shall forthwith be terminated. Should Realm Investments Limited close the foregoing transaction, Messrs.Johnson and Morris have agreed to deliver resignations of all directors and officers save as to Johnson. Realm Investments Limited is a holding company, solely owned by Joseph S.Williams, Q.C.</p>		

DATED December 24th, 1963

#### CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

KIRKLAND TOWNSITE GOLD MINES LIMITED  
 "D.O. Johnson" *[Signature]* President  
 "H.G. Morris" *[Signature]* Secretary

#### CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)



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# TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 907.  
FILED, APRIL 18th, 1963.

## KIRKLAND TOWNSITE GOLD MINES LIMITED

Full corporate name of Company  
Incorporated under the Companies Act of Ontario  
by Letters Patent dated MARCH 15th, 1917  
Particulars of incorporation (e.g., incorporated under Part IV of the Corporations Act, 1953  
(Ontario) by Letters Patent dated May 1st, 1957).

MAY 6 1963

### FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	(a) The Company has acquired an option to purchase from Vernstoll Construction Limited, 9 patented mining claims in South Lorrain Township, District of Nipissing, Ontario, known as the Pennaquee property. (b) The Company has entered into a lease agreement with Agnico Mines Limited on 9 adjoining patented mining claims, known as the Gilgreer property. (See Item 11).														
2. Head office address and any other office address.	Room 202, 728 Bay Street, Toronto 2, Ontario														
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<table> <tr> <td>President &amp; Director</td><td>D.O. Johnson 55 Dufferin Ave., Brantford Contractor</td></tr> <tr> <td>Vice-President &amp; Director</td><td>Franz Jevne, Jr. Northwest Building Minneapolis Attorney</td></tr> <tr> <td>Secretary &amp; Director</td><td>Hugh G. Morris 23 Albury Gardens, Toronto 12 Barrister</td></tr> <tr> <td>Director</td><td>Charles Barker 122 Chudleigh Avenue., Toronto 12 Barrister</td></tr> <tr> <td>Director</td><td>Thomas J. Carbone Box 485, Brantford, Ontario Construction Executive</td></tr> <tr> <td>Director</td><td>Horace T. Burgess 1301 Minaki Road, Port Credit Stock Broker</td></tr> <tr> <td>Director</td><td>F.G. Fitzgerald 753 Avenue Road, Toronto Barrister</td></tr> </table>	President & Director	D.O. Johnson 55 Dufferin Ave., Brantford Contractor	Vice-President & Director	Franz Jevne, Jr. Northwest Building Minneapolis Attorney	Secretary & Director	Hugh G. Morris 23 Albury Gardens, Toronto 12 Barrister	Director	Charles Barker 122 Chudleigh Avenue., Toronto 12 Barrister	Director	Thomas J. Carbone Box 485, Brantford, Ontario Construction Executive	Director	Horace T. Burgess 1301 Minaki Road, Port Credit Stock Broker	Director	F.G. Fitzgerald 753 Avenue Road, Toronto Barrister
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Director	Horace T. Burgess 1301 Minaki Road, Port Credit Stock Broker														
Director	F.G. Fitzgerald 753 Avenue Road, Toronto Barrister														
4. Share capitalization showing authorized and issued and outstanding capital.	\$3,000,000.00 divided into 3,000,000 shares of \$1.00 par value whereof 2,985,006 are outstanding														
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	Nil														
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	Nil														
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Not applicable														
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	Nil														
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The Company proposes to follow the recommendations of E.L. MacVeigh in his report on the Pennaquee Property dated April 3, 1963, viz. further examine and sample the surface showings, possibly de-watering the old shaft workings, and geologically map the property, giving consideration to a diamond drilling program.</p> <p>For the Gilgreer property referred to in item 11 the Company plans to de-water the shaft and examine existing workings with a view to starting production and to make a thorough examination of all nine claims in the group, since previous operations had been largely confined to one claim and thereafter to proceed with exploration and/or development as may be indicated by such examination.</p>														
10. Brief statement of company's chief development work during past year.	The Company has been engaged in the search for and investigation of properties of possible merit, commercial and industrial as well as mining.														
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	<p>(a) Vernstoll Construction Limited, 80 Richmond Street West, Toronto for the Pennaquee property payments totalling \$20,000.00 cash, performance of certain work and delivery of 250,000 shares of a company to be formed.</p> <p>(b) Agnico Mines Limited, 25 Adelaide Street West, Toronto for a two year lease on the Gilgreer property for a down payment of \$10,000.00 and a commitment to spend \$50,000.00 in work over the next two years. This lease calls for a royalty of 10% of net smelter returns, with a minimum rent and/or royalty of \$1,000.00 per month and the right to renew for further periods of five years each, cancellable on twelve months notice by the Company. For the first renewal a \$25,000.00 payment is required.</p>														



# FINANCIAL STATEMENTS

KIRKLAND-TOWNSITE GOLD MINES LIMITED  
(No Personal Liability)  
(Incorporated under the laws of the Province of Ontario)  
INTERIM BALANCE SHEET  
AS AT 31st MARCH, 1963

## ASSETS

### CURRENT:

Cash in Banks			
Canadian Imperial Bank of Commerce	\$	544.50	
Toronto-Dominion		<u>7,883.95</u>	8,428.45

### Investments in Marketable Securities:

	Market	Cost		
Mines	\$ 183,212.50	87,631.62		
Industrials	169,005.00	114,948.39		
	<u>\$ 352,217.50</u>	<u>202,580.01</u>	202,580.01	211,008.46

### FIXED:

Cost of property	\$ 871,397.61		
Buildings	10,000.00		
Mines Development	91,110.00		
Diamond drilling	<u>10,000.00</u>	982,507.61	
Exploration and Development (1963)			
Option Re - Pennaque	1,000.00		
Engineering report Re - Pennaque	<u>500.00</u>	<u>1,500.00</u>	984,007.61
			<u>\$ 1,195,016.07</u>

## LIABILITIES

### Shareholders Equity

#### CAPITAL:

Authorized:		
3,000,000 shares with a par value of \$1.00		<u>\$ 3,000,000.00</u>
Issued:		
2,985,006 shares	\$ 2,985,006.00	
Less: Discount on shares	<u>1,613,128.00</u>	1,371,878.00

#### DEFICIT:

Balance 30th April, 1962	180,650.17	
Deduct:		
Net Profit for the eleven months ended 31st March, 1963	<u>3,788.24</u>	<u>176,861.93</u>
		<u>\$1,195,016.07</u>

Approved on behalf of the Board:

W. H. H. H. H. Director

W. H. H. H. H. Director

KIRKLAND-TOWNSITE GOLD MINES LIMITED  
INTERIM STATEMENT OF OPERATIONS  
FOR THE ELEVEN MONTH PERIOD ENDED 31st MARCH, 1963

### INCOME FROM MARKETABLE SECURITIES:

Dividends		
Mines	\$ 6,975.00	
Industrials	<u>3,800.00</u>	10,775.00

### GENERAL DISBURSEMENTS:

Head Office - rent, telephone, supplies	\$ 2,276.50	
Audit, reports, printing, etc.	1,635.34	
Directors' fees	700.00	
Transfer fees	487.60	
Travelling expense	1,193.65	
Taxes, Kirkland Lake	365.35	
General expense, Government fees, etc.	206.55	
Professional fees	<u>3,362.65</u>	10,227.64
Net Profit before the following		547.36
Profit from Sale of Marketable Securities		<u>3,240.88</u>
Net Profit for the eleven months ended 31st March, 1963		<u>\$ 3,788.24</u>

Approved on behalf of the Board:

W. H. H. H. H. Director

W. H. H. H. H. Director



KIRKLAND-TOWNSITE GOLD MINES LIMITED  
INVESTMENTS IN MARKETABLE SECURITIES  
31st MARCH, 1963

	Shares Held	Market Price	Market Value	Cost	Income for Period
<b>MINES</b>					
Consolidated Mining and Smelting	1500	25 1/2	\$ 38,250.00	\$ 10,490.00	\$ 1,650.00
Dome Mines Limited	1400	30 7/8	43,225.00	25,349.75	1,015.00
Falconbridge Nickel Mines Limited	600	59 3/8	35,625.00	12,533.75	1,800.00
Hudson Bay Mining and Smelting Co. Ltd.	200	56.00	11,200.00	4,650.00	600.00
International Nickel Ltd.	250	64 1/4	16,062.50	21,687.50	500.00
Noranda Mines Limited	1200	32 3/8	38,850.00	12,920.62	1,410.00
<b>Total Mines</b>			<b>\$ 183,212.50</b>	<b>87,631.62</b>	<b>6,975.00</b>
<b>INDUSTRIALS</b>					
Dominion Foundries and Steel Ltd.	2400	64 1/4	154,200.00	106,288.39	2,880.00
Ford Motor Co. of Canada Ltd.	50	174.00	8,700.00	3,110.00	750.00
Massey-Ferguson Ltd.	440	13 7/8	6,105.00	5,550.00	50.00
Toronto Canada Limited	-	-	-	-	120.00
<b>Total Industrials</b>			<b>\$ 169,005.00</b>	<b>114,948.39</b>	<b>3,800.00</b>
<b>Total Investments</b>			<b>\$ 352,217.50</b>	<b>202,580.01</b>	<b>10,775.00</b>

Approved on behalf of the Board:

Hugh W. Gordon Director  
J. J. Carson Director

KIRKLAND-TOWNSITE GOLD MINES LIMITED  
STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE ELEVEN MONTHS ENDED 31st MARCH, 1963

	31st March 1963	30th April 1962
Cash in Bank	\$ 8,428.45	995.09
Marketable Securities at cost	202,580.01	207,125.13
Working Capital	\$ 211,008.46	208,120.22
Increase during the period		\$ 2,888.24
Madeup as follows:		
Funds Available		
Net Income from operations for the period	\$ 3,788.24	
Sale of Real Estate - Kirkland Lake	600.00	4,388.24
Funds disbursed:		
Option Re- Pennaqua	\$ 1,000.00	
Engineers Report - Re Pennaqua	500.00	1,500.00
		\$ 2,888.24

Approved on behalf of the Board:

Hugh W. Gordon Director  
J. J. Carson Director

729 Bay Street  
Toronto 2, Ontario

April 17th, 1963

Toronto Stock Exchange  
234 Bay Street  
Toronto 1, Ontario

Dear Sirs:

This will confirm that there has been no material change in the Balance Sheet of Kirkland Townsite Gold Mines Limited from March 31st, 1962 to date with the exception of the following:

\$10,000.00 paid to Agnico Mines Limited under lease agreement.

\$ 1,000.00 deposit under option agreement with Vernstoll Construction Limited.

Yours very truly,

H. W. Gordon  
Hugh W. Gordon



## ENGINEER'S REPORT

Note - The following are excerpts from a report by E.L. MacVeigh, B.A., M.S., dated April 3rd, 1963, on the silver claims located in South Lorrain Township, Cobalt, Ontario. A complete copy of this report is on file at the Toronto Stock Exchange.

### SUMMARY

During the last week in March and the first week of April of 1963, the writer examined a silver and cobalt mining prospect held by Pennaue Mining Corporation Limited in South Lorrain Township about 18 miles south of Cobalt. The claims were examined under receding snow conditions and much of the ground was not exposed. Two locations of past work were found showing interesting amounts of cobalt in veins of the silver bearing type. One of these is at the mutual boundary of claims T. 6983 and T. 24774 and the second location is at the south boundary of Claim T. 25308 which is the east claim of the property. Assays of mineralized specimens taken from the rock dumps at these sites show low values in silver up to 1.9 ozs. and cobalt percentages up to 7.5%. All pits and rock trenches were either ice filled or soil filled and no examination of the veins in place could be made. A shaft location estimated to be between 50 and 100 feet deep was found in the south part of Claim T. 25308.

Geologically the property shows a good chance for silver deposits particularly near the contact of the diabase which extends through the property for a distance of two claims. Cobalt bearing calcite vein material has been found in both the diabase and the Keewatin rocks of the Pennaue property. A broad deep depression crosses the claims in a northwest-southeast direction which marks the extension of the "Canadian Lorrain Fault". This may be an important structure for localizing silver deposits in this locality. The Pennaue property is located close to the producing Keeley-Frontier Silver Mine and to the operation of the Miller-Lorrain Mines Limited. The latter are currently preparing an underground development operation.

It is recommended that all accessible veins on surface be examined for silver occurrence and where deeper pits or shafts show dump material of interest, dewatering should be carried out and an examination made. One shaft site is known on the south part of Mining Claim T. 25308.

The writer found no evidence of diamond drilling and it is probable that a further examination of the property will show locations for a minimum of 2,000 ft. of diamond drilling work.

While the Cobalt Camp proper has been geologically mapped in detail by Dr. Robert Thomson, Resident Geologist at Cobalt, there has been no detailed mapping done in the South Lorrain Area. It is recommended that the Pennaue property be line out at 200 ft. distances and geologically mapped to aid in the direction of a diamond drill program. This latter work could be carried out for a contracted amount of \$3,100.00. Two thousand feet of diamond drilling could be estimated at an overall cost of \$5.00 per foot including supervision, or a cost of \$10,000.00. A core shack could be erected on the property for approximately \$650.00.

Accompanying this report is a geological plan of the Pennaue Mining Corporation claims on a scale of 1" = 400 feet and two field sketches showing surface and shaft sites.



## CONCLUSION AND RECOMMENDATIONS

The geology of the Pennaqua Mining Corporation property in South Lorrain shows typical silver bearing structure as evidenced by the presence of the Nipissing diabase sill and adjoining country rock of Keewatin greenstone and cobalt sediments. Former surface work carried out on calcite veins of the silver bearing type has been in the form of rock trenching and at least one shallow shaft estimated to be between 50 and 100 feet deep. This work has exposed considerable cobalt mineralization which is an associate of silver in the district. Sampling of some of the old rock dumps was carried out by the writer under snow conditions and returned low silver values and values in cobalt up to 7.6 percent. The Pennaqua property covers the strike of the indicated and so called "Canadian Lorrain Fault" which trends northwest-southeast across the property. This fault underlies a broad deep valley which is bordered on the southwest by the Nipissing diabase sill and on the northeast by Keewatin greenstone. Rock fracturing associated with this fault, and possibly the fault itself may be locations of silver bearing deposits which could be investigated by diamond drilling.

It is recommended that the surface showings be further examined and sampled and if old shaft work is indicated to be of interest, that such workings be dewatered. It is also recommended that the property be geologically mapped with the aid of north-south picket lines spaced 200 feet apart. A minimum program of 2,000 feet of diamond drilling should also be considered to investigate the "Canadian Lorrain Fault" zone and the sites of the cobalt bearing veins known on surface.

The overall cost of diamond drilling including supervision in South Lorrain, could be estimated at \$5.00 per foot or \$10,000.00 for a minimum program of 2,000 ft. Geological mapping and line cutting could be done for \$2,100.00 contracted. Where only a temporary collar is required, the dewatering of a shallow shaft working with provision to keep the shaft open for two weeks could be done on contract for approximately \$1,500.00. The indicated and recommended work to be done on the property, including allowances for surface work, could be carried out for approximately \$15,000.00.

Respectfully submitted,



Haileybury, Ontario,  
April 3rd, 1963.

E.L. MacVeigh B.A., M.S.



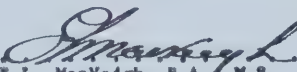
Haileybury, Ontario  
April 3, 1963.

ENGINEER'S CERTIFICATE RE REPORT DATED  
APRIL 3rd, 1963, ON THE PENNAQUE MINING  
CORPORATION LIMITED SILVER CLAIMS IN  
SOUTH LORRAIN TOWNSHIP, COBALT SILVER  
AREA, ONTARIO.

I, EDWIN LESTER MACVEIGH, of Haileybury in the  
Province of Ontario, hereby certify:-

1. THAT I am a Consulting Geologist and reside at Haileybury,  
Ontario.
2. THAT I am a graduate of the University of Illinois with  
the degrees of Bachelor of Arts and Master of Science and  
have been practising my profession as a Geologist since  
1932 in Northern Ontario and Quebec.
3. THAT I have no direct, indirect or anticipated interest  
in the mining claims mentioned in this report nor in the  
companies interested in the property reported herein.
4. THAT the accompanying report is based on personal examina-  
tion of the Pennaque property March 23rd, March 29th and  
April 2nd, 1963.

DATED this 3rd day of April, 1963.

..  ..  
E.L. MacVeigh, B.A., M.S.

ENGINEER'S REPORT

Note - The following are excerpts from a report by L.J. Cunningham, B.Sc., P.Eng., dated April 13th, 1963, on the Gilgreer Property of Kirkland Townsite Gold Mines Ltd., located in South Lorrain Township, District of Temiskaming, Cobalt Ontario. A complete copy of this report is on file at the Toronto Stock Exchange.

Gilgreer

SUMMARY & RECOMMENDATIONS

- 1) The property consists of 9 patented claims totalling approximately 300 acres in South Lorrain Township, located 16 miles southeast of Cobalt, Ontario.
- 2) The group contains extensive mining workings, known as the Gilgreer, Millwright, Canadian Lorrain or Maidens Lorrain, which produced an estimated 300,000 ounces of silver. Total production from the South Lorrain Silver Area has been approximately 23 million ounces of silver.
- 3) In the South Lorrain Area silver ores are found in calcite veins associated with the upper and lower contacts of a great undulating sill of Nipissing diabase which has intruded all the older rocks. Ore shoots are very rich but short, usually about 150 feet in length and are generally separated by long stretches of barren calcite. The Keewatin volcanics and Nipissing diabase have been the host rocks for almost all the ores, the bulk of which is associated with the upper contact.
- 4) The Kirkland Townsite property straddles the north and south limbs of an eroded diabase dome. The south limb dips gently south. The north limb is believed to dip steeply north. The mine workings of the Gilgreer and the adjoining Nipissing Lorrain apparently occupy a position along the axis of the dome in the Keewatin rocks under the now eroded diabase arch.
- 5) Extensive mine workings to a depth of 400 feet have explored and developed a number of fault veins of which 4 produced ore.
- 6) Mine geology suggests that a) a granophyre sill of Haileyburian age apparently exerts a favourable influence on ore deposition within the veins,  
b) the area of intersection of fault veins is an important locus for ore deposits.
- 7) Limited drilling in 1953 to test (6a) encountered significant silver values but below ore grade in veins within the granophyre.
- 8) Based on (6) a number of areas considered to be of promise remain untested.



9) The extensive underground workings of the 250 level are an excellent position from which to explore the favourable areas beyond the mine workings, - particularly the lower contact to the south of claim HR 69.

10) Calcite veins with impressive cobalt mineralization occur in diabase 1/4 mile to the northwest of the Gilgreer shaft near the lower contact. This vein and the lower contact area on claims HR 509 and HR 70 are most worthy of detailed exploration.

11) Native silver was found in diabase on claim HR 14 near the boundary with claim HR 67. This showing and the 4 south claims which are underlain by diabase warrant mapping, prospecting and drilling of promising structures.

12) To realize the economic potential of the Kirkland Townsite property the following recommendations are made:

	<u>Estimated Cost</u>
i) Dewater and rehabilitate the Gilgreer mine to the 250 level	25,000.00
ii) Carry out diamond drilling to a) test favourable areas within the mine workings b) test favourable areas beyond the mine workings 10,000 feet @ 5.00	50,000.00
iii) Map the property giving emphasis to the diabase areas to the north and south of the shaft	2,000.00
iv) Complete a ratio-resistivity survey over parts of the property to locate veins or structures with which ores may be associated	2,000.00
v) Re-examine a) the cobalt showing known to occur to the north of the Gilgreer shaft and b) the silver showing reported on Claim HR 14. Test by diamond drilling if warranted	3,000.00 3,000.00
Supervision, engineering and contingencies	15,000.00
TOTAL	<u>\$ 100,000.00</u>

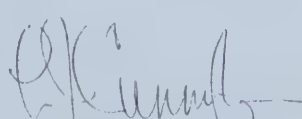
CERTIFICATE

I, Leonard J. Cunningham, of 1 McPhee Avenue, Kirkland Lake, Ontario, do hereby certify that:

1. I am registered professional engineer residing at the above address.
2. I am graduate of Queen's University in Mining Engineering and I have practiced as a mining engineer since 1943.
3. I have no interest directly or indirectly nor do I expect to have any interest either directly or indirectly in the properties or securities of Kirkland Townsite Gold Mines Ltd., Agnico Mines Ltd. or Gilgreer Mines Ltd.
4. My report dated 12th April 1963 is based upon government maps and reports; upon maps and data obtained from the offices of Agnico Mines, Cobalt; upon written and verbal communication with E. E. Campbell M.Sc., P.Eng. and upon personal knowledge of this property and the south Lorrain Silver Area.

Dated this 13th day of April, 1963 at Kirkland Lake, Ontario.

Signed,

  
L. J. Cunningham, B.Sc., P.Eng.  
Mining Engineer



12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	More than 5% interest in the consideration to be received by Vernstoll Construction Ltd. is to be received by Pennaque Mining Corporation Limited. Glen M. Wilton, 80 Richmond Street West, is the only person having a greater than 5% interest in Vernstoll Construction Ltd.. The signatories are advised that the only persons having a greater than 5% interest in Pennaque Mining Corporation Limited are Raymond V. Arntfield, Holiday Inn, Haliburton, and A.C. Demille, 19 Alcina Avenue, Toronto, the shares of both of whom are held in Trust by Chartered Trust Company. The shares of Agnico Mines Limited are listed for trading on the Toronto Stock Exchange.		
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	Nil.		
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Not applicable.		
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<p>Bongard &amp; Co. 25 Adelaide Street West, Toronto 76,600 shares</p> <p>D.O. Johnson 55 Dufferin Ave., Brantford Ontario 131,500 shares</p> <p>Hugh G. Morris 728 Bay Street, Toronto 106,400 shares</p> <p>Torbay Company 55 King Street West, Toronto 1,366,250 shares</p> <p>Welland Securities Ltd. Niagara Falls, Ontario 100,000 shares</p> <p>The shares in the name of Torbay Company are beneficially owned by Johnmor Holdings Limited, 728 Bay Street, Toronto the shares of which are owned half by D.O. Johnson and half by H.G. Morris.</p>		
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	D.O. Johnston and H.G. Morris, officers and directors of the Company hold or control sufficient shares to materially affect control of the Company.		
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<u>Securities</u>	<u>Cost</u>	<u>Market</u>
	1,400 Dome Mines	25,349.75	40,250.00
	600 Falconbridge Nickel Mines Limited	12,533.75	36,450.00
	200 Hudson Bay Mining & Smelting Co. Limited	4,650.00	11,300.00
	1,200 Noranda Mines Limited	12,920.62	43,200.00
	1,500 Consolidated Mining & Smelting Co. Limited	10,490.00	40,500.00
	2,400 Dominion Foundries & Steel Limited	106,288.39	160,800.00
	50 Ford Motor Car Co. of Canada Limited	5,067.50	9,500.00
	250 International Nickel Co. of Canada Ltd.	21,687.50	36,450.00
	440 Massey-Ferguson Ltd.	5,450.00	6,050.00
		204,437.51	384,500.00
18. Brief statement of any lawsuits pending or in process against company or its properties.	No lawsuits are in process and none are known to be pending.		
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	Option from Vernstoll Construction Limited dated April 1st, 1963. Lease from Agnico Mines Limited dated April 10th 1963, both referred to in Item 1.		
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>The Company continues to negotiate for other mining interests and if any are obtained will advise the Toronto Stock Exchange and if necessary file an amendment to the present statement.</p> <p>Reference is made to the original listing application and supporting reports and to annual reports and financial statements and material pursuant to by-laws and regulations of the Toronto Stock Exchange, all as filed with the Toronto Stock Exchange and all of which are hereby incorporated by reference.</p> <p>This statement is prepared for filing with the Toronto Stock Exchange under the rules and regulations of which the transactions referred to in item 1 are understood to be "a material change in the affairs of the Company". This statement is not to be construed as a Prospectus or as a report by or on behalf of the Company or any signatory hereto, or any person for the purpose of inducing any person to purchase shares of the Company or to constitute an offer or solicitation for purchase in respect of any such shares. The signatories know of no shares of the Company which are in primary distribution to the public within the meaning of the Securities Act of Ontario.</p> <p>In the light of the foregoing the signatories consider that there are no other material facts in respect of the matters referred to in item 1 above or in respect of the Company's affairs not disclosed by the foregoing and other information filed herewith.</p>		

CERTIFICATE OF THE COMPANY

DATED APRIL 17th 1963

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"H.G. Morris"

"H.T. Burgess"

CORPORATE SEAL

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

# THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1460.  
FILED, JUNE 28th. 1966.

KIRKLAND TOWNSITE GOLD MINES LIMITED

Full corporate name of Company  
Incorporated under the Ontario Companies Act by Letters  
Patent dated March 15th, 1917

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953  
(Ontario) by Letters Patent dated May 1st, 1957). Reference is made to previous  
Filing Statement No. 907 and

## FILING STATEMENT

Amending Filing Statements Nos. 128, 152 and 156.  
(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	<p>(a) Change in Officers and Directors of the Company (See Item 3).</p> <p>(b) Location of Executive Office (See Item 2).</p> <p>(c) Voting Trust Agreement and Option on shares constituting control of the Company (See Item 6 and 20).</p> <p>(d) Re-listing of the Company's shares on the Toronto Stock Exchange.</p> <p>(e) Release by the Ontario Securities Commission of an order under Section 26 of The Ontario Securities Act whereby the assets of the Company were frozen.</p>		
2. Head office address and any other office address.	Suite 600, 250 University Avenue, Toronto, Ontario. The Company has established an Executive Office at Room 1022, 85 Richmond St. West, Toronto, Ontario.		
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President & Director	Donald W. Esson, 122 Blythwood Rd., Toronto 12, Ont.	Geologist
	Vice-President & Director	Norman H. Ursel, 169 Donnelly Dr., Port Credit, Ont.	Prof. Eng.
	Secretary-Treasurer	George N. Milner, 177 Donlea Drive Leaside, Ont.	Legal Clerk
	Director	Alvin Edgar Storey, 77 Greeland Rd., Don Mills, Ont.	Geologist
	Director	W.J. Barbour, 150 Cosburn Ave., Toronto 6, Ont.	Financial Analyst
	Director	A.C.A. Howe, Suite 826, 159 Bay Street, Toronto, Ont.	Geologist
	The foregoing directors were elected at the last meeting of shareholders held on April 7, 1966.		
4. Share capitalization showing authorized and issued and outstanding capital.	The Company has an authorized capital of 5,000,000 shares of the par value of \$1.00 each of which there are issued outstanding and fully paid, 2,985,006 shares.		
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None		
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	<p>By Agreement dated June 7, 1966, between Hugh G. Morris, 23 Aldbury Gardens, Toronto, Ontario, the former President of the Company, and Messrs. W.J. Barbour, Norman H. Ursel, A.E. Storey and A.C.A. Howe, Directors of the Company, Morris granted to each of the four Directors an option to purchase 40,000 privately escrowed shares in the capital stock of the Company at the price of 10¢ per share, such shares forming part of the block of 960,000 privately escrowed shares referred to in Item 20 hereof. The said option is exercisable for a period of two years plus 60 days from the date of the said agreement. On exercise of said options the shares purchased by the Optionees will be free.</p> <p>During the currency of the option, the aforesaid Optionees and Donald W. Esson shall have the right of first refusal for a period of thirty days to purchase all or part of the remaining 800,000 privately escrowed shares, on the same terms and conditions of any Offer received by and acceptable to Mr. Morris.</p>		

AR88



7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	None
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The Company intends to become active in mining exploration and development and to this end will acquire by option or purchase mining properties of merit and perform work thereon as recommended by its consultants.</p> <p>The Company proposes to conduct a programme of prospecting and geological examination of its claims in Alexandra Township, acquired as set out in Item 11 hereof.</p> <p>The Company proposes to acquire 20 tracts consisting of 16 claims each in the Province of Nova Scotia (see Item 11) and will conduct such work thereon as is recommended by its consultants.</p> <p>Any further work upon any properties will depend upon the results of preliminary results reconnaissance conducted by the Company, of work completed by others on adjoining properties as evaluated by the Company's consultants.</p>
10. Brief statement of company's chief development work during past year.	None
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	<p>The Company has acquired from August Mitto of Val D'Or, Quebec, a group of 36 mining claims located in Alexandra Township, Porcupine Mining Division, Province of Ontario, being Claim Nos. P89106 - 23 incl., and P89124 - 41 incl., for the sum of \$2,000.00.</p> <p>The Company proposes to acquire 20 tracts of land consisting of 16 claims each from the Nova Scotia Department of Mines at an approximate cost of \$200.00.</p>
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	To the knowledge of the signatories hereto, no person or Company has received or will receive a greater than 5% interest in the consideration to be received by August Mitto.
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	<p>None. Subject to and upon acceptance of the terms of this filing statement by the Toronto Stock Exchange a total of 960,000 shares of the capital stock of the Company will be held in private escrow, being the shares covered in the voting trust agreement referred to in Item 20 hereof. In the event of the exercise of the option on the 160,000 shares referred to in Item 6 hereof, such shares forming part of the aforesaid 960,000 escrowed shares, the optioned shares shall be released from the voting trust agreement by the Trustee and made available to the directors in question to be deposited of as they wish.</p> <p>A total of 100,000 shares of the capital stock of the Company held by Hugh G. Morris will be placed in voluntary escrow with Guaranty Trust Company of Canada (See Item 20 hereof).</p>
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	See Items 13 and 20 hereof.

# SCHEDULE "A"

Mr. Hugh G. Morris, the former President of the Company owns or controls a total of 1,230,000 shares of the capital stock of the Company.

Pursuant to the terms of a voting trust agreement dated June 7th, 1966, between the said Hugh G. Morris, Norman H. Ursel and Donald W. Esson and Guaranty Trust Company ("The Trustee") Mr. Morris has agreed to place a total of 960,000 shares owned or controlled by him in a voting trust for a period of two years from the date of the said agreement, subject to the option on 40,000 shares to each of the four directors of the Company, all as more particularly set out in Item 6 hereof. It is a term of the said agreement that Messrs. Ursel and Esson shall have the right to vote the said shares during the currency of the voting trust agreement, and further, Mr. Morris relinquishes his right to participate in the management of the Company or to conduct the Company's affairs. It is a further term of said agreement that should any equity financing of the Company be arranged, Mr. Morris will have the right to participate in such financing up to a 33 1/3% interest in all shares purchased or optioned or otherwise.

By further agreement dated June 7th, 1966, between Hugh G. Morris and Norman H. Ursel and Donald W. Esson, Morris has agreed to deposit in a private escrow with Guaranty Trust Company of Canada, 88 University Avenue, Toronto, Ontario, a total of 100,000 free shares of the capital stock of the Company owned by him, such shares to remain in escrow until a total of \$10,000.00 worth of work has been performed in exploration and development on any property the Company may option or acquire in the future.

The President of the Company, Donald W. Esson, has agreed to purchase a total of 40,000 free shares of the capital stock of the Company held by Mr. Morris for the sum of \$4,000.00.

It is understood and agreed that the remaining 130,000 shares of the original 1,230,000 shares will be left free in the hands of Mr. Morris to dispose of as he wishes.

All of the foregoing, is subject to the reinstatement of the Company's shares for trading on the Toronto Stock Exchange and the release of the Company's accounts and Mr. Morris's shares by the Ontario Securities Commission.

Since amending filing statement no. 156, dated December 24th, 1963, the Board of Directors was reconstituted as therein set out. Subsequently, the shares of the Company were suspended from trading on the Toronto Stock Exchange. At a shareholders' meeting held on December 23rd, 1964, Mr. Hugh G. Morris, the past President of the Company succeeded in gathering sufficient proxies to elect himself and his associates as directors of the Company at that time. When Mr. Morris was unable to obtain books and records of the Company, an action was brought in the Supreme Court of Ontario by Mr. Morris against Mr. Joseph Williams and Realm Investments Limited. In addition, an action was brought by the Company against the same defendant. Pursuant to minutes of settlement in these actions, Mr. Morris and his associates took back control of the Company and the financial position of the Company was restored to substantially the former state as existed at December 24th, 1963.

There are no other material facts. Shares of the capital stock of the Company are not in the course of primary distribution to the public. In the event Mr. Morris sells any of his free shares on the open market this might constitute primary distribution to the public as defined in the Ontario Securities Act.

## FINANCIAL STATEMENTS

KIRKLAND-TOWNSITE GOLD MINES, LIMITED  
(Incorporated under the laws of Ontario)

### BALANCE SHEET

APRIL 30, 1966

#### A S S E T S

Chartered bank deposit receipt (note 1)	\$200,000
Cash (note 1)	12,307
6% note receivable from Realm Investments Limited, payable in quarterly instalments of \$750 with the balance due July 7, 1967	9,000
Less allowance for amount in dispute (note 3)	<u>9,000</u>
Mining interests in Kirkland Lake property, at nominal value	1
Other	<u>1,758</u>
	<u>\$214,066</u>

#### L I A B I L I T I E S

Accounts payable and accrued charges	\$ 10,218
Shareholders' equity	
Capital -	
Authorized:	
5,000,000 shares with a par value of \$1.00 each	
Issued:	
2,985,006 shares	2,985,006
Less discount on shares	<u>1,613,128</u>
	1,371,878
Less deficit	<u>1,168,030</u>
	<u>203,848</u>
	<u>\$214,066</u>

On behalf of the Board:

 Director

Director 

(See accompanying notes to financial statements)



## KIRKLAND-TOWNSITE GOLD MINES, LIMITED

## STATEMENT OF PROFIT AND LOSS AND DEFICIT

FOR THE EIGHT MONTHS ENDED APRIL 30, 1966

Interest income	\$ 5,585
-----------------	----------

## NOTES TO THE FINANCIAL STATEMENTS

APRIL 30, 1966

\* 1. Cash and chartered bank deposit receipt

Substantially all of the company's cash and the chartered bank deposit receipt are held at the direction of The Ontario Securities Commission subject to their instructions.

## 2. Income taxes

No income taxes are payable with respect to the net income for the eight months ended April 30, 1966 as a result of the carry forward for tax purposes of prior years' losses.

### 3. Note receivable

The principal portion of the note payment due on April 7, 1966 was only partly paid; accordingly, subsequent to April 30, 1966, the company commenced legal action with respect to the unpaid balance.

\* Subsequent to April 30th, 1966, the Ontario Securities Commission released the company's funds on deposit with two Canadian chartered banks.

## AUDITORS' REPORT

To the Shareholders of  
Kirkland-Townsite Gold Mines, Limited:

We have examined the balance sheet of Kirkland-Townsite Gold Mines, Limited as at April 30, 1966 and the statement of profit and loss and deficit for the eight month period ended on that date. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

In our opinion, the accompanying balance sheet and statement of profit and loss and deficit present fairly the financial position of the company as at April 30, 1966 and the results of its operations for the eight month period ended on that date, in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding period.

Toronto, Canada,  
May 24, 1966.

Clarkson, Gordon & Co.  
Chartered Accountants

15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<p>As of May 31st, 1966, the following comprised the Company's five largest shareholders:</p> <p>Wills Bickle &amp; Co. Ltd., 1,196,888 shs. 44 King Street West, Toronto, Ontario.</p> <p>C.H. Burgess &amp; Co. Ltd., 130,500 shs. 44 King Street West, Toronto, Ontario.</p> <p>Torbay Co. (c/o Toronto-Dominion Bank), 118,650 shs. 55 King Street West, Toronto, Ontario.</p> <p>Walwyn, Stodgell &amp; Co. Ltd., 50,703 shs. 7 King Street East, Toronto, Ontario.</p> <p>E. T. Lynch &amp; Co., 49,500 shs. 55 Yonge Street, Toronto, Ontario.</p> <p>The shares referred to above held by Wills Bickle &amp; Co. Ltd., are beneficially owned by Mr. Hugh G. Morris. The beneficial ownership of the other above mentioned shares is not known.</p>
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	During the currency of the voting trust agreement, Norman H. Ursel and Donald W. Esson by voting the 960,000 privately escrowed shares will be in a position to materially affect control of the Company.
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	The Company's current cash position is largely held in short term deposit receipts with a Canadian Chartered Bank.
18. Brief statement of any lawsuits pending or in process against company or its properties.	None. The Company has instructed its solicitors to issue a Writ against Realm Investments Limited, in connection with a note executed by Realm in favour of the Company. Realm has disputed \$9,000.00 of the principal amount due thereunder.
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	None
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	See Schedule "A" on page 3.

#### CERTIFICATE OF THE COMPANY

DATED June 7th, 1966.

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

KIRKLAND TOWNSITE GOLD MINES LIMITED  
CORPORATE  
SEAL

"D.W. Esson"

"N.H. Ursel"

#### CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)





# TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 152.  
FILED, DECEMBER 19th, 1963.

## KIRKLAND TOWNSITE GOLD MINES LIMITED

Full corporate name of Company

### AMENDING FILING STATEMENT

To be read in conjunction with Filing Statement No. 907 dated April 17, 1963 and Amending Statement No. 128 dated September 9, 1963.

Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	<p>a. The Agreement between D.O. Johnson and Hugh G. Morris and Newkirk Securities Limited dated August 13th, 1963 has been terminated. Under the subject agreement Two Hundred and Sixty-One Thousand shares of the Company were taken down by Newkirk Securities Limited for 20¢ per share.</p> <p>b. Change in the Company's investments as set out in item 17 hereof.</p>										
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<table> <tr> <td>President and Director</td><td>D.O. Johnson, 55 Dufferin Avenue, Brantford, Ontario.</td></tr> <tr> <td>Secretary and Director</td><td>Hugh G. Morris, 23 Aldbury Gardens, Toronto, Ontario. Barrister.</td></tr> <tr> <td>Director</td><td>Charles Barker, 122 Chudleigh Avenue, Toronto, Ontario. Barrister.</td></tr> <tr> <td>Director</td><td>Thomas J. Carbone, Box 485, Brantford, Ontario, Construction Executive.</td></tr> <tr> <td>Director</td><td>Earl Noulty, Box 485, Brantford, Ontario, Construction Executive.</td></tr> </table>	President and Director	D.O. Johnson, 55 Dufferin Avenue, Brantford, Ontario.	Secretary and Director	Hugh G. Morris, 23 Aldbury Gardens, Toronto, Ontario. Barrister.	Director	Charles Barker, 122 Chudleigh Avenue, Toronto, Ontario. Barrister.	Director	Thomas J. Carbone, Box 485, Brantford, Ontario, Construction Executive.	Director	Earl Noulty, Box 485, Brantford, Ontario, Construction Executive.
President and Director	D.O. Johnson, 55 Dufferin Avenue, Brantford, Ontario.										
Secretary and Director	Hugh G. Morris, 23 Aldbury Gardens, Toronto, Ontario. Barrister.										
Director	Charles Barker, 122 Chudleigh Avenue, Toronto, Ontario. Barrister.										
Director	Thomas J. Carbone, Box 485, Brantford, Ontario, Construction Executive.										
Director	Earl Noulty, Box 485, Brantford, Ontario, Construction Executive.										
4. Share capitalization showing authorized and issued and outstanding capital.	The Company has made application to the Provincial Secretary of the Province of Ontario for Supplementary Letters Patent increasing its authorized capital from 3,000,000 shares to 5,000,000 shares.										
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	Since the Company ceased work on the Gilgreer property leased from Agnico Mines Limited, it has been actively investigating mining situations with a view to carrying out further exploration activities.										
10. Brief statement of company's chief development work during past year.	Reference is made to the previous filing statement and amending filing statement of the Company, the Company's exploration activities on the Gilgreer property did not meet with success and no work has been carried out on the Gilgreer property since August, 1963.										
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<p>The names, addresses and shareholdings of the five largest registered shareholders are as follows:</p> <table> <tr> <td>Torbay - c/o Toronto Dominion Bank King &amp; Bay Street, Toronto</td><td>1,145,250</td></tr> <tr> <td>D.O. Johnson - Box 485, Brantford, Ontario</td><td>63,200</td></tr> <tr> <td>H.G. Morris - 23 Aldbury Gardens, Toronto</td><td>39,550</td></tr> <tr> <td>Bongard &amp; Co. - 25 Adelaide Street W., Toronto</td><td>67,100</td></tr> <tr> <td>E.T. Lynch &amp; Co. - 55 Yonge Street, Toronto.</td><td>165,000</td></tr> </table> <p>The shares registered in the name of Torbay are beneficially owned by Messrs. D.O. Johnson and H.G. Morris equally. The shares registered in the names of the said D.O. Johnson and H.G. Morris are beneficially owned by them. The Company does not know the beneficial owners of the shares registered in the names of Bongard &amp; Co. and E.T. Lynch &amp; Co.</p>	Torbay - c/o Toronto Dominion Bank King & Bay Street, Toronto	1,145,250	D.O. Johnson - Box 485, Brantford, Ontario	63,200	H.G. Morris - 23 Aldbury Gardens, Toronto	39,550	Bongard & Co. - 25 Adelaide Street W., Toronto	67,100	E.T. Lynch & Co. - 55 Yonge Street, Toronto.	165,000
Torbay - c/o Toronto Dominion Bank King & Bay Street, Toronto	1,145,250										
D.O. Johnson - Box 485, Brantford, Ontario	63,200										
H.G. Morris - 23 Aldbury Gardens, Toronto	39,550										
Bongard & Co. - 25 Adelaide Street W., Toronto	67,100										
E.T. Lynch & Co. - 55 Yonge Street, Toronto.	165,000										



# FINANCIAL STATEMENTS

KIRKLAND-TOWNSHIP GOLD MINES LIMITED  
(No Personal Liability)  
INTERIM BALANCE SHEET  
AS AT 7th NOVEMBER, 1963

## ASSETS

### CURRENT

Cash in banks			\$	477.81	
Investments in marketable securities					
	Marked	Cost			
Mines	\$ 97,337.50	\$ 37,088.13			
Industrial	163,200.00	106,288.39			
	\$ 260,537.50	143,376.52		143,376.52	143,854.33

### INTERESTS IN MINING PROPERTIES

Residual cost of Kirkland Lake property	\$ 973,134.16	
Cost of leases and options	18,000.00	
Exploration and development	116,482.48	1,107,616.64
		\$ 1,251,470.97

## LIABILITIES

### CURRENT

Accounts payable	\$ 18,482.03
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## SHAREHOLDERS' EQUITY

### CAPITAL

Authorized		
3,000,000 shares with a par value of \$1.00 each		
Issued		
2,985,006 shares	\$ 2,985,006.00	
Less: Discount on shares	1,613,128.00	1,371,878.00

### DEFICIT

Balance 1st May, 1963	\$ 172,290.17	
Deduct: Net income for the period		
1st May, 1963 to 7th November 1963	33,401.11	138,889.06
		1,232,988.94
		\$ 1,251,470.97

Approved on behalf of the Board:

*Walter J. ...* Director  
*Henry J. ...* Director

KIRKLAND-TOWNSHIP GOLD MINES LIMITED  
INTERIM STATEMENT OF OPERATIONS  
FOR THE PERIOD 1st MAY, 1963 to 7th NOVEMBER, 1963

### INCOME FROM MARKETABLE SECURITIES

Dividends		
Mines	3,457.21	
Industrials	1,975.00	5,432.21

### GENERAL DISBURSMENTS

Head Office - salary, rent, telephone, supplies, etc.	4,850.50	
Audit, reports, printing, etc.	2,189.25	
Directors fees	400.00	
Transfer fees	490.02	
Travelling expenses	1,955.77	
Government fees, etc.	553.45	
Professional fees	2,693.33	13,132.32

Loss for the period before the following 7,700.11

Profit from sale of marketable securities 41,101.22

Net income for the period \$ 33,401.11

Approved on behalf of the Board:

*Walter J. ...* Director  
*Henry J. ...* Director

KIRKLAND-TOWNSITE GOLD MINES LIMITED  
INVESTMENTS IN MARKETABLE SECURITIES  
AS AT 7th NOVEMBER, 1963

	Shares Held	Price	Market Value	Cost	Income for Period
<u>Mines</u>					
Consolidated Mining & Smelting Co. of Canada Ltd.	1,000	29 5/8	\$ 29,625.00	6,990.00	900.00
Dome Mines Ltd.	900	27 3/4	24,950.00	16,294.75	991.59
Falconbridge Nickel Mines Ltd.	300	54 3/4	16,425.00	6,266.75	550.00
Noranda Mines Ltd.	700	37 5/8	26,337.50	7,536.63	660.00
<u>Total Mines</u>			<u>\$ 97,337.50</u>	<u>37,088.13</u>	<u>3,101.59</u>
<u>Industrials</u>					
Dominion Foundries and Steel Limited	2,400	68	\$163,200.00	106,288.39	1,920.00
			<u>\$260,537.50</u>	<u>143,376.52</u>	<u>5,021.59</u>
Add: Dividends received from investments sold during the period					
Hudson Bay Mining & Smelting Co. Ltd.					150.00
International Nickel Co. of Canada Ltd.					205.62
Massey-Ferguson Limited					55.00
					<u>\$ 5,432.21</u>

Approved on behalf of the Board:

Robert L. ... Director  
Hugh Stinson Director

KIRKLAND-TOWNSITE GOLD MINES LIMITED  
INTERIM STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE PERIOD 1st MAY, 1963 to 7th NOVEMBER, 1963

	7th November 1963	1st May 1963
<u>CURRENT ASSETS</u>		
Cash in banks	\$ 477.81	\$ 5,467.43
Accounts receivable		5,000.00
Marketable securities at cost	<u>143,376.52</u>	<u>199,470.01</u>
	143,854.33	209,937.44
<u>CURRENT LIABILITIES</u>	<u>18,482.03</u>	<u>3,044.01</u>
<u>WORKING CAPITAL</u>	<u>\$125,372.30</u>	<u>206,893.43</u>
<u>DECREASE FOR THE PERIOD</u>		<u>81,521.13</u>
<u>MADE UP AS FOLLOWS</u>		
Funds disbursed		
Leases and options	\$ 7,000.00	
Exploration and development	<u>112,295.69</u>	119,295.69
<u>Less: Funds acquired</u>		
Net Income for the period	\$ 33,401.11	
Sale of Kirkland Lake property	<u>4,373.45</u>	<u>37,774.56</u>
		<u>81,521.13</u>

Approved on behalf of the Board:

Robert L. ... Director  
Hugh Stinson Director



16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	D.O. Johnson and Hugh G. Morris, officers and directors of the Company hold or control sufficient shares to materially affect control of the Company.		
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<u>Securities</u>	<u>Cost</u>	<u>Market</u>
	1000 Consolidated Mining & Smelting Co. of Canada Ltd.	\$ 6,990.00	\$29,625.00
	900 Dome Mines Ltd.	16,294.75	24,950.00
	100 Falconbridge Nickel Mines Ltd.	2,088.92	5,450.00
	700 Noranda Mines Ltd.	7,536.63	26,337.50
	2400 Dominion Foundries and Steel Limited	106,288.39	163,200.00
		\$139,198.69	\$249,562.50
	The Company has sold the following securities since the date of its last filing statement:		
	50 shares Ford Motor Company of Canada Ltd. for the sum of . . . . .		\$8,600.00
	200 shares Noranda Mines Ltd. for the sum of . . . . .		7,550.00
	400 shares Falconbridge Nickel Mines Ltd. for the sum of . . . . .		21,600.00
	100 shares Dome Mines Ltd. for the sum of.		<u>2,850.00</u>
			\$40,600.00
	Of the foregoing 400 shares of falconbridge Nickel Mines Ltd. 200 shares were disposed of for a consideration of \$10,800.00 since the date of the Financial Statement accompanying this Filing Statement.		
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public	<p>The Company continues to negotiate and investigate mining situations and prior to entering into any contracts will advise the Toronto Stock Exchange and if necessary, file an amendment to the present statement.</p> <p>Reference is made to filing statement number 907 as amended by filing statement number 128 and to the Company's annual report, all as filed with the Toronto Stock Exchange and all of which are hereby incorporated by reference.</p>		

DATED December 3rd, 1963.

#### CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

KIRKLAND TOWNSITE GOLD MINES LIMITED  
 "D.O. Johnson" [Signature] CORPORATE  
 "H.G. Morris" [Signature] SECRETARY

#### CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

# TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 128.  
FILED, SEPTEMBER 12th. 1963.

KIRKLAND TOWNSITE GOLD MINES LIMITED

Full corporate name of Company

## AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No. 907 dated April 17 1963

Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	(a) The principal shareholders of the Company, Messrs. D.O. Johnson and Hugh G. Morris, have entered into an agreement which, if fully carried out, will result in a change of control of the Company (See item 20) (b) Change in the Company's investments as set out in item 17 hereof. (c) The Company also proposes to increase its authorized capital from 3,000,000 shares to 5,000,000 with a par value of \$1.00 each.																
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President and Director	D. O. Johnson 55 Dufferin Avenue, Brantford, Ontario															
	Vice-President and Director	Franz Jevne, Jr. Northwest Building, Minneapolis. Attorney															
	Secretary and Director	Hugh G. Morris, 23 Albury Gardens, Toronto. Barrister.															
	Director	Charles Barker, 122 Chudleigh Ave. Toronto. Barrister.															
	Director	Thomas J. Carbone, Box 485, Brantford, Ontario Construction Executive.															
	Director	F. G. Fitzgerald, 753 Avenue Road, Toronto. Barrister.															
	Mr. Horace T. Burgess, 1301 Minaki Road, Port Credit, resigned as a Director of the Company on August 21, 1963. If the terms of the agreement shown in item 20 hereof are fully carried out the present board of directors will resign and will be replaced by the following:																
	President and Director	Bryan W. Newkirk, 1 Castle Frank Drive, Toronto, Financier.															
	Vice-President and Director	Col. C.H. Punchard, Inniscarra, R.R.#2, Newmarket, Ontario. Executive.															
	Secretary and Director	William T. Whiteside, 2270 Brookhurst Road, Clarkson, Ontario, Accountant.															
	Director	A. B. Whitelaw, 11 Yorkleigh Avenue, Weston, Ontario, Solicitor.															
	Director	Gordon B. Langille, 1A Dale Ave. Apt. 304, Toronto, Ontario. Solicitor															
10. Brief statement of company's chief development work during past year.	The Company has dewatered the shaft on the Gilgreer property leased from Agnico Mines Limited and conducted extensive exploratory drilling operations underground but has not encountered any success to date. A programme of surface work was carried out on the Pennaque property but owing to the Company's extensive activities in the Gilgreer property this option was abandoned.																
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	The names, addresses and shareholdings of the five largest registered shareholders are as follows: <table><tr><td>Torbay</td><td>c/o Toronto-Dominion Bank King &amp; Bay Streets, Toronto.</td><td>1,366,250</td></tr><tr><td>D. O. Johnson</td><td>Box 485, Brantford, Ontario</td><td>131,500</td></tr><tr><td>H. G. Morris</td><td>23 Aldbury Gardens, Toronto</td><td>106,400</td></tr><tr><td>Bongard &amp; Co.</td><td>25 Adelaide St. W. Toronto</td><td>68,600</td></tr><tr><td>C.H. Burgess &amp; Co.</td><td>44 King Street W. Toronto</td><td>51,400</td></tr></table> <p>The shares registered in the name of Torbay are beneficially owned by Messrs. D. O. Johnson and H. G. Morris equally. The shares registered in the names of the said D. O. Johnson and H. G. Morris are beneficially owned by them. The Company does not know the beneficial owners of the shares registered in the names of Bongard &amp; Co. and C.H. Burgess &amp; Co.</p>		Torbay	c/o Toronto-Dominion Bank King & Bay Streets, Toronto.	1,366,250	D. O. Johnson	Box 485, Brantford, Ontario	131,500	H. G. Morris	23 Aldbury Gardens, Toronto	106,400	Bongard & Co.	25 Adelaide St. W. Toronto	68,600	C.H. Burgess & Co.	44 King Street W. Toronto	51,400
Torbay	c/o Toronto-Dominion Bank King & Bay Streets, Toronto.	1,366,250															
D. O. Johnson	Box 485, Brantford, Ontario	131,500															
H. G. Morris	23 Aldbury Gardens, Toronto	106,400															
Bongard & Co.	25 Adelaide St. W. Toronto	68,600															
C.H. Burgess & Co.	44 King Street W. Toronto	51,400															



## FINANCIAL STATEMENTS

KIRKLAND TOWNSHIP GOLD MINES LIMITED

(No Personal Liability)

## BALANCE SHEET

AS AT 30th APRIL, 1963

## ASSETS

CURRENT:

Cash in banks	\$ 5,467.43
Accounts receivable - re Sale of Real Estate - Kirkland Lake	5,000.00

Investments in marketable securities

	Market	Cost			
Mines	\$ 167,143.75	87,631.62			
Industrials	<u>167,650.00</u>	<u>111,838.39</u>			
	\$ 352,793.75	199,470.01	199,470.01	209,937.44	

Interests in Mining Properties (See Note)

Residual cost of Kirkland Lake property	\$ 977,507.61	
Others	<u>15,186.79</u>	<u>992,694.40</u>
		\$ <u>1,202,631.84</u>

### LIABILITIES

CURRENT:

Accounts payable	\$ 3,044.01
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### SHAREHOLDERS' EQUITY

CAPITAL:

Authorized:  
3,000,000 shares with a par value of \$1.00 each

<u>Issued:</u>		
2,905,006 shares	\$	2,985,006.00
<u>Less: Discount on shares</u>	<u>1,613,128.00</u>	1,371,878.00

DEFICIT:

Balance 30th April, 1962	\$	180,650.17		
<u>Deduct:</u> Net income for the year		<u>8,360.00</u>	<u>172,290.17</u>	<u>1,199,587.83</u>
				\$ 1,202,631.84

Approved on behalf of the Board:

*Wm. D. Howell* Director

The accompanying note is an integral part of this statement.

KIRKLAND TOWNSHIRE GOLD MINES LIMITED

## NOTE TO THE FINANCIAL STATEMENTS

AS AT 30th APRIL, 1963

### Interests in Mining Properties

Kirkland Lake Property - Mineral Rights on approximately 77.8 acres which have only nominal tangible value are shown at the residual cost of property and development costs prior to 1936 less proceeds from sales of such property and amounts written off . \$ 977,507.61

**Leasehold Property** - The Company has a two year lease obtained for a down-payment of \$10,000.00 and commitment to spend \$50,000.00 in work over the next two years. Lease calls for a royalty of 10% of net smelter returns with a minimum rent and/or royalty of \$1,000.00 per month and the right to renew for further periods of five years each cancellable on a 12 months' notice by the Company. For the first renewal a \$25,000.00 payment is required.

Outlay to date: Cost of lease	\$ 10,000.00	
Exploration and Development	<u>3,686.79</u>	13,686.79

Pennaco Property - The Company holds an option to purchase certain mining claims which, as amended, requires for exercise payments of \$1,000.00 June 1st, 1963, \$4,000.00 June 28th, 1963, \$4,000.00 March 1st, 1964, \$10,000.00 March 1st, 1965 and 250,000 shares June 1st, 1965 of a 3,000,000 share company. Up to \$40,000.00 in development work is also required for exercise of option and \$10,000.00 thereof becomes a commitment if the June 28th, 1963 payment is made.

Outlay to date: Cost of Option	\$ 1,000.00	
Exploration	<u>500.00</u>	<u>15,186.79</u>
		\$ 992,694.40

KIRKLAND TOWNSITE GOLD MINES LIMITED  
STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE YEAR ENDED 30th APRIL, 1963

	30 April 1963	30 April 1962
<u>Current Assets</u>		
Cash in bank	\$ 5,467.43	995.09
Accounts receivable - re Sale of Real Estate	5,000.00	
Marketable Securities at cost	199,470.01	207,125.13
	\$ 209,937.44	208,120.22
<u>Current Liabilities</u>	3,044.01	nil
<u>Working Capital</u>	\$ 206,893.43	208,120.22
<u>Decrease for the period</u>		\$ 1,226.79
Made up as follows:		
Funds disbursed		
Exploration and development		\$ 15,186.79
<u>Deduct</u>		
Funds acquired		
Net profit for the year	\$ 8,360.00	
Sale of Kirkland Lake property	5,600.00	13,960.00
		\$ 1,226.79

KIRKLAND-TOWNSITE GOLD MINES LIMITED  
(No Personal Liability)  
INTERIM BALANCE SHEET  
AS AT 13th AUGUST, 1963

	<u>ASSETS</u>	
<u>CURRENT</u>		
Cash in banks		\$ 1,603.99
Investments in marketable securities		
	<u>Market</u>	<u>Cost</u>
Mines	\$ 129,787.50	57,508.62
Industrial	154,200.00	106,288.39
	\$ 283,987.50	163,797.01
		163,797.01
		165,401.00
<u>INTERESTS IN MINING PROPERTIES</u>		
Residual cost of Kirkland Lake property		973,841.71
Cost of leases and options		16,000.00
Exploration and development		82,798.55
		1,072,640.26
		\$ 1,238,041.26
	<u>LIABILITIES</u>	
<u>CURRENT</u>		
Accounts payable		\$ 11,508.23
	<u>SHAREHOLDERS' EQUITY</u>	
<u>CAPITAL</u>		
Authorized		
3,000,000 shares with a par value of \$1.00 each		
Issued		
2,985,006 shares	\$ 2,985,006.00	
Less: Discount on shares	1,613,128.00	1,371,878.00
<u>DEFICIT</u>		
Balance 1st May, 1963	\$ 172,290.17	
Deduct: Net income for the period 1st May, 1963 to 13th August, 1963	26,945.20	145,344.97
		1,226,533.03
		\$ 1,238,041.26

Approved/on behalf of the Board:

Robert A. L. Director

B. H. G. M. Director



KIRKLAND TOWN SITE GOLD MINES LIMITED  
STATEMENT OF OPERATIONS  
FOR THE YEAR ENDED 30th APRIL, 1963

## Income from marketable securities

Dividends			
Mines	\$	6,984.21	
Industrials		<u>4,760.00</u>	11,744.21

General disbursements

Head office - salary, rent, telephone, supplies, etc.	\$	2,368.03	
Audit, reports, printing, etc.		1,635.34	
Directors' fees		700.00	
Transfer fees		752.28	
Travelling expenses		1,472.62	
Taxes - Kirkland Lake		365.35	
Government fees - associations - memberships		500.30	
Professional and business consultants fees		<u>4,970.87</u>	12,764.79
Loss for the year before the following	\$		1,020.58
Profit from the sale of marketable securities			<u>9,380.58</u>
Net Income for the year	\$		8,360.00

KIRKLAND TOWNSITE GOLD MINES LIMITED  
INVESTMENTS IN MARKETABLE SECURITIES  
AS AT 30th APRIL, 1963

	Shares <u>Held</u>	Market <u>Price</u>	<u>Value</u>	<u>Cost</u>	Income for <u>Year</u>
<u>Mines</u>					
Consolidated Mining and Smelting Co. of Canada Ltd.	1,500	25 1/4 \$	37,875.00	10,490.00	1,650.00
Dome Mines Limited	1,400	27 7/8	39,025.00	25,349.75	1,015.00
Falconbridge Nickel Mines Limited	600	62 3/4	37,650.00	12,533.75	1,800.00
Hudson Bay Mining & Smelting Co. Ltd.	200	58	11,600.00	4,650.00	600.00
International Nickel Co. of Can. Ltd.	250	69 3/8	17,343.75	21,687.50	509.21
Noranda Mines Limited	1,200	36 3/8	<u>43,650.00</u>	<u>12,920.62</u>	<u>1,410.00</u>
<u>Total Mines</u>			\$ 187,143.75	87,631.62	6,984.21

Industrials:

Dominion Foundries and Steel Limited	2,400	66 1/2	\$ 159,600.00	106,288.39	3,840.00
Massey Ferguson Limited "Common"	440	13 3/4	6,050.00	5,550.00	50.00
<u>Total Industrials</u>			\$ 165,650.00	111,838.39	3,890.00

Total Investments

\$ 352,793.75	199,470.01	10,874.21
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## Add:

Dividends received from	
Investments sold during the year	
Ford Motor Co. of Canada Limited	750.00
Texaco Canada Limited	<u>120.00</u>

Total Income for the Year

\$ 11,744.21

KIRKLAND-TOWNSITE GOLD MINES LIMITED  
INTERIM STATEMENT OF OPERATIONS  
FOR THE PERIOD 1st MAY, 1963 to 13th AUGUST, 1963

INCOME FROM MARKETABLE SECURITIES

Dividends		
Mines	\$ 2,395.00	
Industrials	<u>1,015.00</u>	3,410.00

GENERAL DISBURSEMENTS

Head Office - salary, rent, telephone, supplies etc.	\$ 1,684.73	
Audit, reports, printing etc.	1,023.75	
Transfer fees	10.00	
Travelling expenses	1,361.68	
Government fees etc.	252.00	
Professional fees	<u>1,335.85</u>	5,668.01
Loss for the period before the following		2,258.01
Profit from sale of marketable securities		<u>29,203.21</u>
Net income for the period		\$ <u>26,945.20</u>

Approved on behalf of the Board:

Robert J. ... Director

Heag W. ... Director

KIRKLAND-TOWNSITE GOLD MINES LIMITED  
INVESTMENTS IN MARKETABLE SECURITIES  
AS AT 13th AUGUST, 1963

	Shares Held	Price	Market Value	Cost	Income for Period
<u>MINES</u>					
Consolidated Mining & Smelting Co. of Can. Ltd.	1,000	26½	\$26,250.00	\$6,990.00	\$ 900.00
Dome Mines Limited	900	32½	29,250.00	16,294.75	560.00
Falconbridge Nickel Mines Ltd.	500	55½	27,750.00	10,444.75	300.00
International Nickel Co. of Canada Ltd.	150	65½	9,787.50	13,012.50	125.00
Noranda Mines Limited	1,000	36½	36,750.00	10,766.62	360.00
Total Mines			\$ 129,787.50	57,508.62	2,245.00
<u>INDUSTRIALS</u>					
Dominion Foundries and Steel Limited	2,400	64½	154,200.00	106,283.39	960.00
Total Investments			\$ 283,987.50	163,797.01	3,205.00
<u>Add: Dividends received from investments sold during the period</u>					
Hudson Bay Mining & Smelting Co. Ltd.					150.00
Massey-Ferguson Limited					55.00
					<u>\$ 3,410.00</u>

Approved on behalf of the Board:

Robert J. ... Director

Heag W. ... Director

KIRKLAND-TOWNSITE GOLD MINES LIMITED  
INTERIM STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE PERIOD 1st May, 1963 to 13th AUGUST, 1963

	13th August 1963	1st May 1963
<u>CURRENT ASSETS</u>		
Cash in banks	\$ 1,603.99	5,467.43
Accounts receivable		5,000.00
Marketable securities at cost	<u>163,797.01</u>	<u>129,470.01</u>
	165,401.00	209,937.44
<u>CURRENT LIABILITIES</u>		
	<u>5,973.73</u>	<u>3,004.00</u>
WORKING CAPITAL	\$ 159,427.27	206,893.43
DECREASE FOR THE PERIOD		\$47,466.16

MADE UP AS FOLLOWS:

Funds disbursed		
Leases and options	\$ 5,000.00	
Exploration and development	<u>73,077.26</u>	78,077.26
Less: Funds acquired		
Net income for the period	\$ 26,945.20	
Sale of Kirkland Lake property	<u>3,665.90</u>	<u>30,611.10</u>
		\$ 47,466.16

Approved on behalf of the Board:

Robert J. ... Director

Heag W. ... Director



16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	D. O. Johnson and Hugh G. Morris, officers and directors of the Company hold or control sufficient shares to materially affect control of the Company. However, see item 20. hereof for the effect of the agreement with Newkirk Securities Limited.																
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<p>The Company has sold the following securities since the date of its previous Filing Statement:</p> <table> <tr> <td>440 shares of Massey Ferguson Ltd. for the sum of.....</td><td>\$ 6,155.60</td></tr> <tr> <td>100 Falconbridge Nickel Mines Ltd. for the sum of.....</td><td>6,252.00</td></tr> <tr> <td>200 Hudson Bay Mining &amp; Smelting Co. Ltd. for the sum of...</td><td>11,064.00</td></tr> <tr> <td>300 Noranda Mines Limited for the sum of.....</td><td>11,151.50</td></tr> <tr> <td>500 Consolidated Mining &amp; Smelting Co. Ltd. for the sum of..</td><td>12,815.00</td></tr> <tr> <td>400 Dome Mines Limited for the sum of.....</td><td>11,652.00</td></tr> <tr> <td>250 International Nickel Co. of Canada Ltd. for the sum of</td><td>16,555.00</td></tr> <tr> <td></td><td><b>\$75,645.10</b></td></tr> </table>	440 shares of Massey Ferguson Ltd. for the sum of.....	\$ 6,155.60	100 Falconbridge Nickel Mines Ltd. for the sum of.....	6,252.00	200 Hudson Bay Mining & Smelting Co. Ltd. for the sum of...	11,064.00	300 Noranda Mines Limited for the sum of.....	11,151.50	500 Consolidated Mining & Smelting Co. Ltd. for the sum of..	12,815.00	400 Dome Mines Limited for the sum of.....	11,652.00	250 International Nickel Co. of Canada Ltd. for the sum of	16,555.00		<b>\$75,645.10</b>
440 shares of Massey Ferguson Ltd. for the sum of.....	\$ 6,155.60																
100 Falconbridge Nickel Mines Ltd. for the sum of.....	6,252.00																
200 Hudson Bay Mining & Smelting Co. Ltd. for the sum of...	11,064.00																
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500 Consolidated Mining & Smelting Co. Ltd. for the sum of..	12,815.00																
400 Dome Mines Limited for the sum of.....	11,652.00																
250 International Nickel Co. of Canada Ltd. for the sum of	16,555.00																
	<b>\$75,645.10</b>																
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>An agreement entered into on the 13th day of August, 1963, between Newkirk Securities Limited, Suite 206, 62 Richmond Street West, Toronto, and D. O. Johnson and Hugh G. Morris, the principal shareholders of the Company, provides that, on acceptance of an Amending Filing Statement by the Toronto Stock Exchange, Newkirk Securities Limited will purchase 50,000 of the shares owned by the said D. O. Johnson and Hugh G. Morris for the sum of \$10,000 in cash and in return receive options on the balance of the shares held by the said D. O. Johnson and Hugh G. Morris as follows:</p> <p>200,000 shares for \$40,000 on or before September 16, 1963;  250,000 shares for \$50,000 on or before October 15, 1963;  250,000 shares for \$50,000 on or before November 15, 1963;  250,000 shares for \$50,000 on or before December 16, 1963;  250,000 shares for \$50,000 on or before January 15, 1964;  340,000 shares for \$32,000 on or before February 16, 1964.</p> <p>Should Newkirk Securities Limited take down and pay for all of the said shares as aforesaid Messrs. Johnson and Morris have agreed to deliver the resignations of the officers, directors and auditors of the Company as and when required by Newkirk Securities Limited and to turn over to Newkirk Securities all books of account and records and that the board of directors shall then consist of the persons set out in item 3. above.</p> <p>Messrs. Johnson and Morris have further agreed that during the currency of the option, subject to approval by both the Optionor and Optionees, the Company will acquire such properties as the Optionor may desire, it being understood and agreed that any such acquisitions shall not result in expenditure of more than \$10,000 in cash for acquisition and preliminary exploration work on the said properties.</p> <p>Messrs. Johnson and Morris have also agreed to cause the Company to hold an annual and special general meeting of its shareholders on or before October 31, 1963, for the purpose, inter alia, of increasing the authorized capital of the Company from 3,000,000 shares to 5,000,000 shares with a par value of \$1.00 each.</p> <p>Newkirk Securities Limited has agreed to distribute 800,000 of the shares to be acquired under the foregoing agreement, through E. T. Lynch &amp; Company, as follows:</p> <p>a minimum of 100,000 shares before the market price exceeds 30¢ per share;  a minimum of a further 100,000 shares before the market price exceeds 35¢ per share;  a minimum of a further 100,000 shares before the market price exceeds 40¢ per share;  a minimum of a further 100,000 shares before the market price exceeds 45¢ per share;  a minimum of a further 100,000 shares before the market price exceeds 50¢ per share;  a minimum of a further 100,000 shares before the market price exceeds 55¢ per share;  a minimum of a further 100,000 shares before the market price exceeds 60¢ per share;  a minimum of a further 100,000 shares before the market price exceeds 65¢ per share.</p> <p>Newkirk Securities Limited is wholly owned by Bryan W. Newkirk, 1 Castle Frank Drive, Toronto, Ontario.</p>																
Statement of any other material facts and if none, so state.	There are no other material facts.																

DATED September 9, 1963

**CERTIFICATE OF THE COMPANY**

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"D. O. Johnson" *[Signature]*

"H. G. Morris" *[Signature]*

*[Signature]*  
CORPORATE SEAL

**CERTIFICATE OF UNDERWRITER OR OPTIONEE**

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)